

**LAW OFFICES OF LOUIS E. GITOMER, LLC**  
**600 BALTIMORE AVENUE, SUITE 301, TOWSON, MD 21204**  
**410-296-2250      LOU@LGRAILLAW.COM**

August 17, 2016

Ms. Cynthia T. Brown  
Chief of the Section of Administration, Office of Proceedings  
Surface Transportation Board 395 E Street, S.W.  
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for e-filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of Lease Agreement, a primary document, dated as of August 22, 2016. We request that this document be given the next available recordation number.

The names and addresses of the parties to the Memorandum of Lease Agreement are:

Lessor:

Banc of America Leasing & Capital, LLC  
11333 McCormick Road  
Hunt Valley, MD 21031

Lessee:

Halliburton Company  
10200 Bellaire Blvd  
Houston, TX 77072

A description of the equipment covered by the Memorandum of Lease Agreement consists of 100 hopper cars numbered HWCX 10902, n10934, 10935, 11016, 11035, 11037-11044, inclusive, 11046-11051, inclusive, 11053, 11059, 11065, 11066,

Ms. Cynthia T. Brown  
August 24, 2016  
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11110, 11117, 11121, 11123-11146, inclusive, 11148-11161, inclusive, 11163, 11186, 11187, 11188, 11190-11220, inclusive, and 11223.

A fee of \$43.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer  
600 Baltimore Avenue, Suite 301  
Towson, MD 21204  
Lou@lgrailaw.com

A short summary of the document to appear in the index follows: a Memorandum of Lease Agreement between Banc of America Leasing & Capital, LLC, 11333, McCormick Road, Hunt Valley, MD 21031, and Halliburton Company, 10200 Bellaire Blvd, Houston, TX 77072, 100 hopper cars numbered HWCX 10902, n10934, 10935, 11016, 11035, 11037-11044, inclusive, 11046-11051, inclusive, 11053, 11059, 11065, 11066, 11110, 11117, 11121, 11123-11146, inclusive, 11148-11161, inclusive, 11163, 11186, 11187, 11188, 11190-11220, inclusive, and 11223.

Very Truly Yours,

*Louis E. Gitomer*

Louis E. Gitomer

Enclosure

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MEMORANDUM OF LEASE AGREEMENT

dated as of April 12, 2016

between

HALLIBURTON ENERGY SERVICES, INC.,  
as Lessee

and

BANC OF AMERICA LEASING & CAPITAL, LLC,  
as Lessor

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FILED WITH THE SURFACE TRANSPORTATION BOARD PURSUANT TO 49 U.S.C.  
§11301

on \_\_\_\_\_, 2016 at \_\_\_\_:\_\_\_\_.m.

## MEMORANDUM OF LEASE AGREEMENT

THIS MEMORANDUM OF LEASE AGREEMENT is made and entered into as of August 22, 2016, by and between HALLIBURTON ENERGY SERVICES, INC. ("Lessee") and BANC OF AMERICA LEASING & CAPITAL, LLC ("Lessor"), with reference to the following:

1. Lessor has agreed to purchase and lease to Lessee, and Lessee has agreed to lease from Lessor, those certain railcars described on Exhibit No. 1 attached hereto (the "Railcars").

All of such railcars are more fully described in that certain Schedule No. 007 dated as of August 22, 2016, and executed pursuant to, and incorporating by reference the terms and conditions of, that certain Rail Equipment Net Leasing Agreement No. 30755-90000 dated as of April 12, 2016 (together with all of the riders, schedules and other attachments thereto, collectively, the "Lease"), between Lessor and Lessee.

2. The Lease shall be effective as of the date hereof and shall be subject to the term specified in the Lease, and any extension of such term to the extent provided for in the Lease.
3. The Lease contains an option by Lessee to purchase the Railcars on the terms set forth in the Lease.

This Memorandum of Lease Agreement may be executed in any number of counterparts, each executed counterpart constituting an original but all together only one Memorandum of Lease Agreement.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Lease Agreement to be executed as of the date first above written.

BANC OF AMERICA LEASING & CAPITAL, LLC

By: John P. White Sr  
Name: John P. White, Sr.  
Title: Vice President

HALLIBURTON ENERGY SERVICES, INC.

By: Paul Hawks  
Name: Paul Hawks  
Title: Sr Director Logistics

STATE OF Maryland )  
 ) ss.  
COUNTY OF Harford )

I HEREBY CERTIFY, that on this 24th day of August, 2016, before me, the undersigned, a Notary Public of the State of Maryland, personally appeared John A White Sr., who acknowledged himself/herself to be the vice President of BANC OF AMERICA LEASING & CAPITAL, LLC, known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized Vice President of said company by signing the name of the company by himself/herself as the vice President.

AS WITNESS my hand and notarial seal.

\_\_\_\_\_  
Notary Public

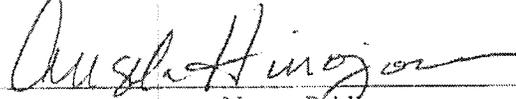
My commission expires: 2/28/17.



STATE OF Texas )  
 ) ss.  
COUNTY OF Harris )

I HEREBY CERTIFY, that on this 22 day of August, 2016, before me, the undersigned, a Notary Public of the State of Texas, personally appeared Paul Hanks, who acknowledged himself/herself to be the Sr. Director of HALLIBURTON ENERGY SERVICES, INC., known (or satisfactorily proven), to be the person whose name is subscribed to the within instrument, and acknowledged that he/she executed the same for the purposes therein contained as the duly authorized \_\_\_\_\_ of said corporation by signing the name of the corporation by himself/herself as the \_\_\_\_\_.

AS WITNESS my hand and notarial seal.

  
Notary Public

My commission expires: 3-26-2019

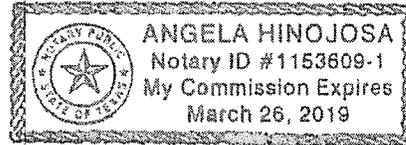


EXHIBIT NO. 1  
TO MEMORANDUM OF LEASE AGREEMENT

DESCRIPTION OF RAILCARS

One hundred (100) Trinity North American Freight Car, Inc. built hopper cars bearing the following reporting marks and numbers:

HWCX10902	HWCX11121	HWCX11148	HWCX11197
HWCX10934	HWCX11123	HWCX11149	HWCX11198
HWCX10935	HWCX11124	HWCX11150	HWCX11199
HWCX11016	HWCX11125	HWCX11151	HWCX11200
HWCX11035	HWCX11126	HWCX11152	HWCX11201
HWCX11037	HWCX11127	HWCX11153	HWCX11202
HWCX11038	HWCX11128	HWCX11154	HWCX11203
HWCX11039	HWCX11129	HWCX11155	HWCX11204
HWCX11040	HWCX11130	HWCX11156	HWCX11205
HWCX11041	HWCX11131	HWCX11157	HWCX11206
HWCX11042	HWCX11132	HWCX11158	HWCX11207
HWCX11043	HWCX11133	HWCX11159	HWCX11208
HWCX11044	HWCX11134	HWCX11160	HWCX11209
HWCX11046	HWCX11135	HWCX11161	HWCX11210
HWCX11047	HWCX11136	HWCX11163	HWCX11211
HWCX11048	HWCX11137	HWCX11186	HWCX11212
HWCX11049	HWCX11138	HWCX11187	HWCX11213
HWCX11050	HWCX11139	HWCX11188	HWCX11214
HWCX11051	HWCX11140	HWCX11190	HWCX11215
HWCX11053	HWCX11141	HWCX11191	HWCX11216
HWCX11059	HWCX11142	HWCX11192	HWCX11217
HWCX11065	HWCX11143	HWCX11193	HWCX11218
HWCX11066	HWCX11144	HWCX11194	HWCX11219
HWCX11110	HWCX11145	HWCX11195	HWCX11220
HWCX11117	HWCX11146	HWCX11196	HWCX11223